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CONSTITUTION, BY-LAWS

- - AND - -

RULES OF ORDER

- OF THE -

. . . JAMES BAY . . .

ATHLETIC ASSOCIATION,

VICTORIA, B. C.

Incorporated January 20th, 1890.

Adopted April 4th, 1892.

MUNROE MILLER, PRINTER, VICTORIA, B. C.
1892.

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CERTIFICATE OF INCORPORATION.

The Companies' Act, Chapter 21 of Consolidated Statutes of B. C., 1888, Part II, Companies' Act, 1878. (Provincial.)

We, the undersigned, H. D. Helmcken, Barrister-at-Law; J. C. Bales, Accountant; A. C. Mouat, Clerk; H. B. Young, Clerk; and F. C. Wolfenden, Law Student; all of Victoria, B. C., hereby certify that we desire to form a Company under the above mentioned Act, as follows, that is to say:

1. The Corporate name of the Company shall be "The James Bay Athletic Association, Limited Liability."

2. The objects for which the Company shall be formed are: The acquiring, for purposes of the advancement of Athletic and Physical culture, by purchase or otherwise, any real or personal property, and the selling mortgaging, leasing or otherwise disposing of the same, and generally the transacting and doing all such things as are incidental or conducive to the attainment of the above mentioned objects, or any of them.

3. The Capital Stock of the Company shall be $10,000, consisting of 2,000 shares of $5.00 each.

4. The time of the existence of the Company shall be 50 years.

5. The number of Trustees of the said Company shall be five.

6. The names of the Trustees, who shall manage the concerns of the Company for the first three months, are H. D. Helmcken, J. C. Bales, A. C. Mouat, H. B. Young and F. C. Wolfenden.

7. The principal place of business of the Company shall be at the City of Victoria, British Columbia.

8. A Stockholder is not to be individually liable for the debts or liabilities of the Corporation, but the liability of a Stockholder is to be limited to his proportion, (based upon the amount of his respective shares), to assessments legally levied, and the charges thereon if advertised as delinquent during the time that he is a Stockholder, upon a share or shares of which he is the holder as shown by the Stockholders' Register Book of the Corporation; assessments and charges thereon when taken collectively shall not exceed, in the aggregate, the value in dollars printed or shown upon each share when issued.

Dated at Victoria, British Columbia, 12th December, 1889.

Made, signed and acknowledged by

H. DALLAS HELMCKEN, J. C. BALES,
F. C. WOLFENDEN, H. B. YOUNG,
ANTHONY C. MOUAT.

Before Robt. E. Jackson, Notary Public.

Filed 20th January, 1890. (Signed.) C. J. LEGGATT,
Registrar of Joint Stock Companies.

CONSTITUTION, BY-LAWS

- - AND - -

RULES OF ORDER

- OF THE -

. . . JAMES BAY . . .

ATHLETIC ASSOCIATION,

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CONSTITUTION,

BY-LAWS AND RULES

OF THE

JAMES BAY ATHLETIC ASSOCIATION.

ADOPTED APRIL 4TH, 1892.

ARTICLE I.

NAME AND OBJECT.

SECTION 1. The name of the Association shall be "The James Bay Athletic Association," and its object shall be to encourage athletics and physical improvement amongst amateurs in the City of Victoria and vicinity.

ARTICLE II.

MEMBERSHIP.

SECTION 1. The Membership of the Association shall be limited to Amateurs.

"An Amateur is one who has never competed for "a money prize or staked bet, or with or against

"any professional for any prize, or who has never "taught, pursued or assisted in the practice of "athletic exercise as a means of obtaining a live-"hood."

SEC. 2. Should other clubs desire admission to the Association, the terms of application shall be first approved of by the Committee of Management and subsequently ratified by the members at a special meeting to be called for that purpose, and if necessary the Constitution and By-Laws amended to allow of it being done. The Constitution and By-Laws of each affiliated Club shall conform to and be modeled on those of this Association.

SEC. 3. There shall be two classes of members, viz: Active members, and Life members.

A candidate for active membership, from date hereof, must make application in writing, addressed to the Secretary, stating his name and address; that he will subscribe for one share or more of stock from the Committee, which share or shares shall be signed by the President and Secretary-Treasurer and the Seal of the Corporation affixed thereto; that he is over 18 years of age; that he is an amateur according to the definition contained in Section 1, of this Article.

Such application shall be endorsed by three members and accompanied by the amount of the face value of the shares which he has stated he is

willing to take, and posted on the bulletin board of the Club house for seven days prior to action thereon, which may be had at the next regular meeting of the Committee of Management for such election.

Voting shall be by ballot, and one black ball in five shall exclude.

The above rule as to active membership shall not apply to members and shareholders of the Association who are at the date hereof in good standing.

To the Class of LIFE MEMBERSHIP: Any person eligible for active membership may be elected under the conditions provided for election of active members upon payment into the Treasury of the sum of Fifty Dollars.

A member of 12 consecutive years standing shall be a life member of the Association.

Life members shall have all the privileges of active members, but shall be exempt from all dues and assessments.

Every candidate on being elected shall sign the Constitution and By-Laws.

SEC. 4. Any member objecting to the election or rejection of any candidate shall, within 10 days from such election or rejection, signify his objection to the Committee of Management, who shall take it into consideration. Should he desire a

fuller scrutiny than that afforded by the Committee it shall be incumbent on the Secretary-Treasurer, on receiving a requisition to that effect signed by ten members, to call a special meeting of the Association for the purpose of confirming or reversing such election or rejection.

ARTICLE III.

OFFICERS.

SECTION 1. The officers of the Association shall consist of a President, Vice-President, Secretary-Treasurer, to be annually elected by the Committee of Management from among their number, and an Auditor, to be appointed by the Shareholders at their annual meetings.

SEC. 2. The Committee of Management shall be composed of fifteen Shareholder Members, who shall be elected by ballot annually by the Shareholders at the annual general meeting, and shall form the governing body of the Association.

The five members of the Committee who shall receive the largest number of votes at such election shall be the trustees of the Association for the next ensuing year.

SEC. 3. Only shareholder members of the Association in good standing shall be eligible for election as members of Committee.

A member shall be deemed to be in good standing who shall have paid all calls on his stock and all his dues owing to the Club.

ARTICLE IV.

DUTIES OF OFFICERS.

SECTION 1- President—It shall be the duty of the President to preside at all meetings; to see that the rules of the Association are strictly enforced; to order Special Meetings of the Association upon the request of the Committee of Management or the written request of any fifteen members, as provided for in Section 2 of Article VI.; to declare the votes, and to have a general supervision over the affairs of the Association. In the absence of the President, the Vice-President shall perform his duties, or should no such officer be present at a meeting, a chairman shall be chosen by vote. The President shall be *ex officio*, a member of all committees and preside at all meetings of the same.

SEC. 2. Secretary-Treasurer—It shall be his duty to keep an accurate record of the proceedings at all meetings of the Association and Board of Committee of Management. He shall have custody of all moneys belonging to the Association, and shall have charge of and keep the books of the Association, collect all subscriptions and moneys due the Association, and grant discharges for the same on their regular printed forms. He

shall also keep a full record of the name and address of each member, notify candidates of their election and the members of all meetings, conduct the correspondence, keep copies of all letters written and files of all received. His books and vouchers shall at all times be subject to the inspection of the Auditor, and shall be produced whenever they may be required by the Committee of Management. He shall deposit all moneys in his hands in the regular bank account of the Association as soon as the amount shall exceed ten dollars. He shall render a statement of receipts and expenditure, and exhibit the bank book to the Committee of Management at every quarterly meeting and a cash statement once a month (or more frequently, if deemed necessary), prepare the regular annual reports and statements, and perform such other duties in connection with the Association as he may be directed to do by the Committee of Management. He shall make out and serve a notice upon every member whose subscription is two months in arrears, and if the same remain unpaid for two weeks longer shall report the fact to the Committee of Management, and when ordered by the Committee of Management shall post their names upon the bulletin. He shall furnish a guarantee bond for the proper performance of his duties, of such an amount as the Committee of Management shall deem necessary.

He may resign his position by giving one month's notice in writing, or his services may be dispensed with on the same notice.

SEC. 3. Committee of Management—The Committee shall make such By-Laws and Rules for the government of the several branches of athletic sports as they shall see fit. They shall enforce the preservation of order and obedience to the Constitution and By-Laws. They shall be responsible for the chattels of the Association, and shall see that they are kept in proper repair. They may appoint such sub-committees and such servants and assistants as they shall think fit, and shall do all those duties as are usually required of Managing Committees of Associations of this character. They shall, within two weeks after their election, appoint a properly qualified person as Secretary-Treasurer at such remuneration (if any) as they think fit.

ARTICLE V.

SUBSCRIPTIONS AND FINANCES.

SECTION 1. The annual subscription shall be $12.00, payable quarterly, in advance, on the first days of January, April, July and October in each year.

SEC. 2. Any member who shall be elected between any of the aforesaid dates shall pay a monthly subscription of one dollar from the date

of his election until the next ensuing quarter-day, from which date he shall pay the regular quarterly subscription, in advance.

SEC. 3. Any member paying the sum of ten dollars, in advance, in any year, shall be entitled to all the privileges of membership for one year from the date of such payment.

SEC. 4. Every member in arrears to the Association for two months shall be excluded from all privileges of membership, and if arrears remain unpaid for two months longer, after notice by registered letter addressed to his last known place of abode, his membership shall be forfeited.

SEC. 5. The funds of the Association shall be kept in some chartered bank (to be decided on by the Managing Committee), and shall be withdrawn on the joint cheque of the Secretary-Treasury and President. All payments of five dollars or over shall be made by cheque.

ARTICLE VI.

MEETINGS.

SECTION 1. The annual meeting, of the Association shall be held on the first Tuesday in the month of February in each year for the reception of the report of the Committee of Management and the Secretary-Treasurer's financial statement, which statement shall be audited and circulated

among the members at least three days before the meeting, and for the election by ballot of the Committee and Auditor and for the transaction of such other business as may be brought before it.

SEC. 2.—A Special Meeting of the Association may be called whenever the Committee of Management shall deem it expedient, or whenever the President or Vice-President shall be desired to call one by the written request of fifteen members, setting forth the purposes aforesaid. Three days' notice by circular or advertisement in a daily paper published at Victoria shall be given to members of any special meeting of the Association.

SEC. 3. None but members in good standing shall be present at a meeting, and twenty members, representing not less than $1,000 of the capital stock, shall be a quorum for the transaction of business.

SEC. 4. The order of business at all annual meetings shall be as follows:

1. Minutes of preceding meeting.
2. Reception of reports.
3. Communications.
4. Elections.
5. Miscellaneous.
6. Adjournment.

ARTICLE VII.

MEETINGS OF COMMITTEE.

SECTION 1. The Committee of Management, of whom eight shall form a quorum, shall hold monthly meetings in the Club Rooms on the second Tuesday evening in the month, or on such evenings as they may decide, and at such other times as may be called by the Secretary, at the request of the President, Vice-President, or any two of the Committee, upon notice to be sent or given to each member.

SEC. 2. The order of business at all regular meetings of the committee shall be as follows:

1. Minutes of preceding meeting.
2. Unfinished business.
3. Proposals for membership and elections.
4. Communications.
5. Reports.
6. Miscellaneous.
7. Adjournment.

ARTICLE VIII.

RESIGNATIONS.

SECTION 1. All resignations of office or membership shall be in writing, addressed to the Secretary-Treasurer, to be submitted to the next regular meeting of the Committee of Management for

action thereon, and all dues must be paid in full before the resignation be considered.

ARTICLE IX.

REMOVAL OF OFFICERS.

SECTION 1. Any member of the Committee of Management may for repeated negligence or dereliction of his duties, be removed from office by a vote of two-thirds of the members of the Committee of Management present at a regular meeting, and the committee shall be requested to appoint a successor; such member having a right to appeal to the Association at a special meeting to be called as provided for in Article VI, Section 2.

ARTICLE X.

VACANCIES.

SECTION 1. Should a vacancy occur in the Committee of Management it shall be the duty of the committee to appoint another shareholder to fill such vacancy.

ARTICLE XI.

EXPULSIONS.

SECTION 1. Any member who shall be guilty of ungentlemanly conduct shall be liable to expulsion, and may be expelled by a vote of two-thirds of a meeting of the committee specially called to consider the question. Six days' previous notice by registered letter shall also be given the member concerned.

SEC. 2. Any member having disqualified himself by any violation of the Amateur clause of the Constitution shall forfeit his membership on proof of such violation being furnished to the committee.

ARTICLE XI

PRIVILEGES.

SECTION 1. The payment of the annual subscription shall entitle the member to all privileges of the Association, that is, of the buildings occupied by the Association and their various departments.

SEC. 2 A member may at any time introduce a non-resident of the city into the club premises, and shall register his name and address and date of introduction, together with his own name, in a book kept for that purpose; and shall obtain a pass for him from the Secretary-Treasurer, giving him the privileges of the premises for a period of not more than one week at a time, which period shall not continue longer than four (4) consecutive weeks from date of his introduction in any one year.

SEC. 3. Any member may bring an outsider as a visitor into the Club House, but not oftener than once a week. Any member introducing a stranger or visitor into the Association shall be responsible for his conduct while in the Club House.

ARTICLE XIII.

COLORS, PASSES AND BADGES.

SECTION 1. The Colors of the Association shall be White and Navy Blue, and shall be worn by all members and teams in every competition.

SEC. 2. Passes and badges shall be issued to members only on payment of price of same and current subscription.

ARTICLE XIV.

HOUSE RULES.

SECTION 1. The Club premises shall be open every week day from 7 A. M. till 11 P. M.

SEC. 2. None but members or visitors to the city introduced by members, shall be admitted to the club premises.

SEC. 3. No gambling or betting on any account shall be allowed on the premises.

SEC. 4. No refreshments shall be allowed on the premises without the special sanction of the committee.

SEC. 5. No intoxicating liquors shall be brought into the premises on any pretence whatsoever.

SEC. 6. No member shall use the private property of another member without his permission, and any member damaging or breaking any ap-

paratus or other property of the Association, or any of its members, shall replace the same at his own expense.

SEC. 7. Members shall notify the Secretary-Treasurer, in writing, of any change in their address.

SEC. 8. No dogs shall be allowed on the club premises.

SEC. 9. Members practicing in the gymnasium shall wear gymnasium shoes.

SEC. 10. Smoking nor games of any kind will not be allowed in the gymnasium under any consideration.

SEC. 11. No bathing shall be allowed from off the club premises.

Copies of these rules shall be posted up in the Club premises for the guidance of members.

ARTICLE XV.

AMENDMENTS OR REPEALS.

SECTION 1. The Constitution may be altered or varied by a two-thirds majority of the shareholder members present, at a meeting specially called for that purpose.

SEC. 2. The By-Laws and House Rules may be altered from time to time by the Committee at any of their general meetings, provided that six

days' notice thereof shall be given to the Secretary-Treasurer, in writing, stating the proposed amendment, and the Secretary-Treasurer shall immediately, on such receipt, post a notice on the Club bulletin board, giving the particulars contained in the notice.

BOATING RULES.

I. The Boating Committee shall consist of five (5) members, chosen annually by the Managing Committee from among themselves.

II. The Boating Committee shall, subject to the Managing Committee, have entire control of all club boats, property, boat-houses and men in and about the same, and it shall be their special duty to look after and promote the boating interests of this Association.

III. The Boating Committee shall meet once a week during the boating season, or oftener if they see fit; three (3) members of the committee shall be a quorum.

IV. Boat racks shall be auctioned annually, on date to be arranged by committee, but no member shall be entitled to more than one rack.

V. None but members shall be allowed to keep a boat at the boat house.

VI. No member shall row in the club racing boats until he has obtained permission from the Boating Committee, and the Boating Committee shall not grant such permission until such member shall have shown himself qualified to care for and use racing boats.

VII. Members or crews wishing to use club boats must make application to the Boating Committee, who shall arrange time for use or practise.

VIII. No member or crew shall contend for any public prize under the name of the Association without the sanction of the Boating Committee.

IX. The Boating Committee may select any crew or crews they see fit to represent the Association in any competition.

X. The member pulling the stroke oar in any boat shall be captain of his boat for the time being.

XI. Captains of boats shall have full control over their crews and boats while on the water or at the boat house, and shall promptly report any insubordination, absence or tardiness of their men, to the Boating Committee.

XII. No person or persons out in a racing boat, the property of this Association, shall make a landing or landings away from the Association boat house unless compelled so to do by accident.

XIII. Every member on landing from a club boat shall assist in housing such boat.

XIV. The uniform shall be navy blue cap, navy blue sleeveless jersey, bound round neck and arms with white, and navy blue breeches, the Club

badge, monogram J. B. A. A.. blue letters on a white shield, shall be worn on the left breast of the jersey. These colors to be worn in all competitions.

XV. Members will not be allowed to wear the Club uniforms on Sundays.

XVI. The Boating Committee shall arrange Club races, and there shall be an annual regatta, under the auspices of the Association on, a date to be arranged by the Managing Committee.

XVII. At each regular meeting of the Managing Committee, the Boating Committee shall, if required, submit a written report of all matters under their direction since the previous meeting.

XVIII. The laws of boat-racing, as adopted by The Canadian Association, A. O., shall govern all races of the Association.

XIX. Copies of above rules shall be posted in conspicuous places in the Boat house for the guidance of members.

JAMES BAY ATHLETIC ASSOCIATION

FORM OF PROPOSAL FOR MEMBERSHIP.

Name in full of proposed member.. .....

.....P. O. address.....

Profession or occupation .....

State if over 18 years of age.....

State if Amateur according to Section I of Article II of By-Laws.....

Will subscribe for.....Shares.

We certify that the answers to the foregoing queries are from our personal knowledge of above mentioned gentlemen.

Proposers ....

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Victoria, B. C., ...189...